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Plaintiff National Air Cargo, Inc.

UNITED STATES DISTRICT COURT
CENTRAL DISTRICT OF CALIFORNIA
WESTERN DIVISION

GLOBAL BTG LLC,
Plaintiff-Counterclaim Defendant,
v.
NATIONAL AIR CARGO, INC.,
Defendant-Counterclaim Plaintiff,
v.
GLOBAL BTG LLC, JACOB HODGES
and DOES 1-5,
Counterclaim Defendants.

Case No. CV 11-01657 MMM (JCGx)

The Honorable Margaret M. Morrow

**DECLARATION OF CHRISTOPHER
C. CHIOU IN OPPOSITION TO
GLOBAL'S MOTION FOR PARTIAL
SUMMARY JUDGMENT**

[National's Opposition to Global's
Motion, National's Statement of Genuine
Disputes of Material Fact, National's
Objections to Evidence Submitted by
Global, Declaration of Glen Joerger, and
Proposed Order filed concurrently
herewith]

Discovery Cutoff: June 5, 2012
Pretrial Conference: Jan. 28, 2013
Trial Date: Feb. 19, 2013

Hearing Date: December 10, 2012
Hearing Time: 10:00 a.m.
Courtroom: 780

PUBLIC REDACTED VERSION

DECLARATION OF CHRISTOPHER C. CHIOU

I, Christopher C. Chiou, do hereby declare,

1. I am an attorney at the law firm Jenner & Block LLP, counsel for Defendant and Counterclaim Plaintiff National Air Cargo, Inc (“National”) in the above-referenced matter. I am a member in good standing of the State Bar of California. Unless otherwise indicated, I have personal knowledge of the facts set forth in this declaration and, if called as a witness, could and would testify competently to such facts.

2. On November 29, 2011, National propounded Request for Production No. 15 to Global BTG LLC (“Global”). Request No. 15 required Global to produce: “ALL DOCUMENTS that support, CONCERN OR RELATE to the allegation that ‘Before the Agreement was finalized, Global was soliciting lender interest in anticipation of an agreement with NAC.’” Global’s response indicated that it intended to produce documents responsive to Request No. 15. At my direction, attorneys at Jenner & Block LLP have searched Global’s productions for documents responsive to Request No. 15. It appears that Global did not produce any documents supporting the assertion that “Before the Agreement was finalized, Global was soliciting lender interest in anticipation of an agreement with NAC.”

3. Attached hereto as **Exhibit 1** is a true and correct copy of excerpts from the May 23, 2012 deposition of Glen Joerger.

4. Attached hereto as **Exhibit 2** is a true and correct copy of excerpts from the May 31, 2012 deposition of Jacob Hodges.

5. Attached hereto as **Exhibit 3** is a true and correct copy of a July 2, 2010 email from Jacob Hodges to Gunnar Sachs, which was previously marked as deposition Exhibit 366.

6. Attached hereto as **Exhibit 4** is a true and correct copy of a July 6, 2010 email from Jacob Hodges to Gunnar Sachs, which was previously marked as deposition Exhibit 367.

1 7. Attached hereto as **Exhibit 5** is a true and correct copy of a July 28, 2010
2 email from Jacob Hodges to Brian Hollnagel and others, which was previously
3 marked as deposition Exhibit 502.

4 8. Attached hereto as **Exhibit 6** is a true and correct copy of excerpts from
5 the May 18, 2012 deposition of Donald Stukes.

6 9. Attached hereto as **Exhibit 7** is a true and correct copy of a June 20, 2010
7 email from Jacob Hodges to Donald Stukes, which was previously marked as
8 deposition Exhibit 34.

9 10. Attached hereto as **Exhibit 8** is a true and correct copy of a June 21, 2010
10 email from Donald Stukes to Christopher Alf and others, which was previously
11 marked as deposition Exhibit 36.

12 11. Attached hereto as **Exhibit 9** is a true and correct copy of a June 19, 2010
13 email from Donald Stukes to Paul Sawhny and others, which was previously marked
14 as deposition Exhibit 37.

15 12. Attached hereto as **Exhibit 10** is a true and correct copy of a July 18,
16 2010 email from Steven Alexander to Jacob Hodges, which was previously marked as
17 deposition Exhibit 359.

18 13. Attached hereto as **Exhibit 11** is a true and correct copy of excerpts from
19 the August 23, 2012 deposition of Stuart G. Weinroth.

20 14. Attached hereto as **Exhibit 12** is a true and correct copy of excerpts from
21 the May 24, 2012 deposition of Christopher Alf.

22 15. Attached hereto as **Exhibit 13** is a true and correct copy of a July 15,
23 2010 email from Stuart Warren to Jacob Hodges and others, which was previously
24 marked as deposition Exhibit 7.

25 16. Attached hereto as **Exhibit 14** is a true and correct copy of a July 16,
26 2010 email from Christopher Alf to Donald Stukes, which was previously bates-
27 numbered NAC 013141 to NAC 013147.

1 17. Attached hereto as **Exhibit 15** is a true and correct copy of a July 17,
2 2010 email from Christopher Alf to Donald Stukes and Glen Joerger, which was
3 previously marked as deposition Exhibit 57.

4 18. Attached hereto as **Exhibit 16** is a true and correct copy of a July 14,
5 2010 email from Christopher Alf to Donald Stukes and others, which was previously
6 marked as deposition Exhibit 122.

7 19. Attached hereto as **Exhibit 17** is a true and correct copy of a July 21,
8 2010 email from Stuart Warren to Jacob Hodges, which was previously bates-
9 numbered GLOBAL 018646 to GLOBAL 018647.

10 20. Attached hereto as **Exhibit 18** is a true and correct copy of a July 17,
11 2010 email from Rick Jones to Jacob Hodges and Steven Alexander, which was
12 previously bates-numbered GLOBAL 004527 to GLOBAL 004530.

13 21. Attached hereto as **Exhibit 19** is a true and correct copy of a July 16,
14 2010 email from Donald Stukes to Jacob Hodges and others, which was previously
15 marked as deposition Exhibit 375.

16 22. Attached hereto as **Exhibit 20** is a true and correct copy of a July 17,
17 2010 email from Donald Stukes to Jacob Hodges, which was previously marked as
18 deposition Exhibit 56.

19 23. Attached hereto as **Exhibit 21** is a true and correct copy of a July 23,
20 2010 email from Walter Schoultz to Jacob Hodges, which was previously bates-
21 numbered GLOBAL 004208 to GLOBAL 004209.

22 24. Attached hereto as **Exhibit 22** is a true and correct copy of a July 27,
23 2010 email from Jacob Hodges to Walter Schoultz, which was previously bates-
24 numbered GLOBAL 006193.

25 25. Attached hereto as **Exhibit 23** is a true and correct copy of a July 27,
26 2010 email, with attachment, from Walter Schoultz to Jacob Hodges and others,
27 which was previously bates-numbered GLOBAL 004179 to GLOBAL 004205.
28

1 26. Attached hereto as **Exhibit 24** is a true and correct copy of a July 19
2 2010 email from Stuart Warren to Jacob Hodges and others, which was previously
3 bates-numbered GLOBAL 011438.

4 27. Attached hereto as **Exhibit 25** is a true and correct copy of a July 19,
5 2010 email from Alan Sklar to Stuart Warren, which was previously bates-numbered
6 GLOBAL 014262.

7 28. Attached hereto as **Exhibit 26** is a true and correct copy of a July 20,
8 2010 email from Stuart Warren to Jacob Hodges, which was previously bates-
9 numbered GLOBAL 011442.

10 29. Attached hereto as **Exhibit 27** is a true and correct copy of a July 12,
11 2010 email from Jacob Hodges to Baldur Vander, which was previously marked as
12 deposition Exhibit 373.

13 30. Attached hereto as **Exhibit 28** is a true and correct copy of a July 21,
14 2010 email from Jacob Hodges to Yves Passat, which was previously bates-numbered
15 GLOBAL 000492.

16 31. Attached hereto as **Exhibit 29** is a true and correct copy of a July 27,
17 2010 email from C.J. Lorio to Jacob Hodges, which was previously marked as
18 deposition Exhibit 407.

19 32. Attached hereto as **Exhibit 30** is a true and correct copy of excerpts from
20 the May 30, 2012 deposition of Charles Joseph Lorio, the 30(b)(6) witness for Petrus
21 Management (also known as "Perot Investments").

22 33. Attached hereto as **Exhibit 31** is a true and correct copy of a March 22,
23 2011 email, with attachment, from Jacob Hodges to C.J. Lorio, which was previously
24 marked as deposition Exhibit 409.

25 34. Attached hereto as **Exhibit 32** is a true and correct copy of a July 21,
26 2010 email from David Silvers to David van Dorn, which was previously marked as
27 deposition Exhibit 381.

1 35. Attached hereto as **Exhibit 33** is a true and correct copy of excerpts from
2 the June 11, 2012 deposition of Gary Rothschild, the 30(b)(6) witness for Citibank.

3 36. Attached hereto as **Exhibit 34** is a true and correct copy of July 27, 2010
4 email, with attachment, from Steven Alexander to Christopher Alf, which was
5 previously marked as deposition Exhibit 309.

6 37. Attached hereto as **Exhibit 35** is a true and correct copy of a July 30,
7 2010 email from Jacob Hodges to Christopher Alf and others, which was previously
8 marked as deposition Exhibit 432.

9 38. Attached hereto as **Exhibit 36** is a true and correct copy of a November
10 25, 2008 email from Stuart Warren to Jacob Hodges and others, which was previously
11 bates-numbered GLOBAL 0013078 to GLOBAL 0013079.

12 39. Attached hereto as **Exhibit 37** is a true and correct copy of a December
13 11, 2008 email from Stuart Warren to Patrick Yip and others, which was previously
14 bates-numbered GLOBAL 0013075 to GLOBAL 0013077.

15 40. Attached hereto as **Exhibit 38** is a true and correct copy of Global BTG
16 LLC's Objections and Responses to National's First Set of Interrogatories.

17 41. Attached hereto as **Exhibit 39** is a true and correct copy of the
18 Declaration of Glen Joerger in Support of National Air Cargo, Inc.'s Motion for
19 Partial Summary Judgment on Global BTG LLC's Claims for Breach of Contract and
20 Deceit, which was previously filed with this Court as ECF No. 115-7.

21 42. Attached hereto as **Exhibit 40** is a true and correct copy of National's
22 Supplemental Responses to First Set of Interrogatories from Jacob Hodges.

23 43. Attached hereto as **Exhibit 41** is a true and correct copy of a June 1, 2010
24 email from Jacob Hodges to Clive Bowen, which was previously marked as
25 deposition Exhibit 353.

26 44. Attached hereto as **Exhibit 42** is a true and correct copy of a June 7, 2010
27 email from Jacob Hodges to Christopher McKee, which was previously marked as
28 deposition Exhibit 352.

1 45. Attached hereto as **Exhibit 43** is a true and correct copy of a June 26,
2 2010 email from Donald Stukes to Jacob Hodges, which was previously marked as
3 deposition Exhibit 355.

4 46. Attached hereto as **Exhibit 44** is a true and correct copy of the AICPA
5 guidelines for Calculating Lost Profits, which was previously marked as deposition
6 Exhibit 578.

7 47. Attached hereto as **Exhibit 45** is a true and correct copy of excerpts from
8 the August 17, 2012 Deposition of Kevin D. MacFarlane.

9 48. Attached hereto as **Exhibit 46** is a true and correct copy of a June 14,
10 2010 email from Donald Stukes to Brian Conaway, Preston Murray, Chris Alf, and
11 Glen Joerger, which was previously marked as deposition Exhibit 84.

12 49. Attached hereto as **Exhibit 47** is a true and correct copy of a June 17,
13 2010 email from Donald Stukes to Chris Alf and Glen Joerger, which was previously
14 marked as deposition Exhibit 28.

15 50. Attached hereto as **Exhibit 48** is a true and correct copy of a June 19,
16 2010 email from Donald Stukes to Jacob Hodges, which was previously marked as
17 deposition Exhibit 33.

18 51. Attached hereto as **Exhibit 51** is a true and correct copy of printouts from
19 the website of Pearl Aircraft Corp., Ltd., as the website existed on July 24, 2010.

20 52. Attached hereto as **Exhibit 54** is a true and correct copy of a July 7, 2010
21 email from Donald Stukes to Chris Alf and others, which was previously marked as
22 deposition Exhibit 100.

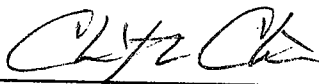
23 53. Attached hereto as **Exhibit 55** is a true and correct copy of a July 15,
24 2010 email from Donald Stukes to Chris Alf and others, which was previously marked
25 as deposition Exhibit 48.

26 54. Attached hereto as **Exhibit 56** is a true and correct copy of a July 22,
27 2010 email from Donald Stukes to Chris Alf and Glen Joerger, which was previously
28 marked as deposition Exhibit 112.

1 55. Attached hereto as **Exhibit 57** is a true and correct copy of a July 23,
2 2010 email from Donald Stukes to Jacob Hodges and others, which was previously
3 bates-numbered GLOBAL 004215

4 56. Attached hereto as **Exhibit 58** is a true and correct copy of an August 11,
5 2010 letter from Jacob Mathew to McAfee & Taft, which was previously bates-
6 numbered NAC067845.

7
8 I declare under penalty of perjury under the laws of the State of California that
9 the foregoing is true and correct and that this Declaration is executed this 13th day of
10 November, 2012 at Los Angeles, California.

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12
13 
14 Christopher C. Chiou